

# Governor's Equity and Inclusion Advisory Council

## BYLAWS

### Article I. Authority

Section 7 of 2019 Executive Order 59 created the Governor's Equity and Inclusion Advisory Council, hereinafter called the GEIAC, pursuant to the Governor's authority to create nonstatutory committees under Section 14.019 of the Wisconsin Statutes.

### Article II. Mission

GEIAC's mission is to promote and advance equity across state government and state programs, including through collaboration with state, industry, and community partners; identification of opportunities to advance equity in government operations, including determining how current government practices and policies impact communities of color and individuals with disabilities; and advocacy for advancement of policies that support diversity, equity and inclusion initiatives.

### Article III. Functions

Pursuant to 2019 Executive Order 59, GEIAC shall advise the Governor, Lieutenant Governor, and Department of Administration Secretary on statewide equity and inclusion, including ways to improve equity and inclusion for Wisconsinites across the state and in all sectors.

The GEIAC shall:

- a. Identify and promote best practices and excellence in diversity, equity, and inclusion across the state by:
  - i. Reviewing and analyzing regulations and policies to identify equity and inclusion barriers to state programs and resources.
  - ii. Recommending changes to develop a sustainable framework to promote and advance diversity, equity, and inclusion.
  - iii. Considering external stakeholder access to state programs surrounding homeownership, business development, education, and other important resources.
  - iv. Providing strategic guidance on statewide promotion of diversity, equity, and inclusion, especially across state government programs and resources including access to programs/resources.
- b. Analyze and evaluate relevant information and data concerning diversity, equity, and inclusion and recommend initiatives that may enhance awareness, understanding and support of underrepresented groups.
- c. Identify and recommend ways to engage, bring visibility, public acknowledgement and recognition to community and state cultural events, significant activities, and initiatives of underrepresented communities in Wisconsin.
- d. Provide membership recommendations to the Governor's Office to ensure that Boards and Commissions reflect the diversity of the people of Wisconsin.

### Article IV. Membership

#### Section 1. Appointment

The Governor shall appoint the members of GEIAC to serve at the pleasure of the Governor.

#### Section 2. Attendance

If a GEIAC member is absent from at least half of the regular meetings or subcommittee meetings for which they are a member, during the past 12-month period, then the Chair may notify the Governor regarding the member's attendance in writing. Annually, members are expected to attend at least half of the regularly scheduled meetings and at least half of the subcommittee meetings of which they are a member.

### **Section 3. Reimbursement of Travel Expenses**

Members of GEIAC may apply for reimbursement of their actual and necessary expenses incurred in the performance of their duties for the GEIAC. All travel reimbursements are subject to funding availability and the state's travel guidelines rules, policies, and reimbursement rates.

### **Section 4. Resignation Procedure**

Any member desiring to resign from GEIAC shall submit a letter of resignation to the GEIAC Chair and assigned DOA staff. This information will be advanced to the Governor's Office.

## **Article V. Conflict of Interest**

Members of GEIAC recognize that they are subject to the Code of Ethics for Public Officials under Chapter 19 of the Wisconsin Statutes.

- a. No member of GEIAC shall vote, discuss, or deliberate on any matter in which the member, a person of the member's immediate family, or a business or organization with which the official is associated, has a substantial financial interest, direct or indirect.
- b. "Associated" in this section means any organization in which an individual or a member of his or her immediate family is a director, officer, or trustee, or owns or controls, directly or indirectly, and severally or in the aggregate, at least 10% of the outstanding equity, or of which an individual or a member of his or her immediate family is an authorized representative or agent. Wis. Stat. § 19.42(2).
- c. Members should evaluate any circumstances that give the appearance of a conflict of interest. In such situations, members should disclose the circumstances to the GEIAC Chair and assigned DOA staff, and should refrain from voting, discussing, or deliberating on the matter.

## **Article VI. Meetings**

### **Section 1. Requirements for All Meetings**

- a. The requirements in this section shall apply to all GEIAC meetings, including subcommittee meetings and special meetings.
- b. All meetings of GEIAC shall be open and public in accordance with **Wisconsin Open Meetings Law, Wis. Stat. §§ 19.81-19.98**. Each meeting shall be preceded by public notice posted at least 24 hours prior to commencement and in conformance with Section 19.84 of the Wisconsin Statutes.
- c. Prior to all GEIAC meetings, an agenda shall be distributed to each GEIAC member.
- d. Members may request items to be included on the agenda. These requests shall be submitted to the Chair prior to public notice of the meeting.
- e. Public comment shall take place at the beginning of the GEIAC meeting unless another arrangement is made.

### **Section 2. Regular Meetings**

- a. Regular meetings of the full GEIAC shall be **held quarterly, or as noticed by the Chair**. At least one meeting annually shall be held in person and extended to allow any subcommittees to meet with their members in person.
- b. Regularly scheduled meetings may be canceled only by the Chair, in writing or by telephone.
- c. Each in-person meeting shall offer a virtual attendance option to the extent available or practicable.

### **Section 3. Special Meetings**

Special meetings of the full Council may be called by the Chair or may be called by any five (5) members of the GEIAC. Special meetings of a subcommittee may be called by the Subcommittee Chair or may be called by any two (2) members of a subcommittee. Sufficient notice shall be given to the public.

### **Section 4. Quorum**

- a. A quorum for regular and special GEIAC meetings shall be a simple majority of currently serving GEIAC members.
- b. A quorum for subcommittee meetings shall be a simple majority of currently serving subcommittee members.

## **Section 5. Voting**

- a. Decisions by GEIAC and its subcommittees shall be made by a majority vote of the members in attendance at that meeting, including subcommittee meetings and special meetings.
- b. All ballots shall be open, and no secret votes may be used.
- c. Voting by email is not permitted.

## **Article VII. GEIAC Chair and Vice Chair**

### **Section 1. Chair**

The Governor shall appoint the Chair of GEIAC to serve at the pleasure of the Governor. The GEIAC Chair shall:

- a. Preside over regular and special GEIAC meetings and exercise general governance over the GEIAC;
- b. Execute correspondence on behalf of the GEIAC;
- c. Represent the GEIAC at local, state, and national meetings and events;
- d. Review and approve regular and special meeting agendas and review the minutes;
- e. Maintain communication between the GEIAC, Governor's Office, and DOA relative to the activities of the GEIAC;
- f. Establish the agenda in consultation with Subcommittee Chairs and assigned DOA staff; and
- g. In coordination with assigned DOA staff, ensure compliance with Wisconsin Open Meetings Laws.

### **Section 2. Vice Chair**

- a. The GEIAC Vice Chair shall be appointed by the Chair, who will serve a one-year renewable term.
- b. No member of the GEIAC who serves as a representative of a state agency may serve as the Vice Chair of GEIAC.
- c. In the absence of the GEIAC Chair, the Vice Chair shall perform the duties of the Chair and shall have all the powers and responsibilities of the Chair.

### **Section 3. Acting Chair**

In the absence of the GEIAC Chair and Vice Chair, the GEIAC Chair shall designate a GEIAC member as the Acting Chair, who shall perform the duties of the Chair and shall have all the powers and responsibilities of the Chair for a period of time as designated in writing by the Chair.

## **Article VIII. Subcommittees**

### **Section 1. Creation and Dissolution**

- a. GEIAC may, by majority vote, establish subcommittees.
- b. Subcommittees shall be dissolved at the termination of their function.

### **Section 2. Chair and Membership**

- a. The GEIAC Chair shall appoint the subcommittee's Chair, who will serve a one-year renewable term.
- b. The subcommittee's Chair shall choose its members, who will serve two-year renewable terms.
- c. No subcommittee shall have more than 10 members, including the subcommittee Chair, at one time.

## **Article IX. Staffing**

Assigned DOA staff shall provide professional, clerical, and administrative support services to the GEIAC. This shall include:

- a. Posting public meeting notices;
- b. Drafting meeting agendas, including for subcommittee meetings and special meetings, in consultation with the GEIAC Chair or the relevant Subcommittee Chair;
- c. Taking minutes and ensuring compliance with the Wisconsin Public Records Law;
- d. Maintaining and updating the GEIAC's website; and
- e. Other duties as required to support the Council.

## **Article X. Parliamentary Procedure**

If the Bylaws are silent, the procedures shall be in accordance with the most current edition of Robert's Rules of Order.

## **Article XI. Amendments of the Bylaws**

Any member of the GEIAC may propose amendments to these bylaws. The GEIAC may only amend these bylaws by a two-thirds (2/3) vote of the GEIAC members at two consecutive meetings, which may include special meetings.